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10 Derivatively on Behalf of Apple Computer, Inc.

11 UNITED STATES DISTRICT COURT

12 NORTHERN DISTRICT OF CALIFORNIA

13 SAN JOSE DIVISION

15 NICHOLAS KARANT, et al.,) Case No. C-06-04128-JF

Derivatively on Behalf of Nominal Defendant)

16 APPLE COMPUTER, INC.,)

17 Plaintiff,)

18 vs.)

19 STEVEN P. JOBS, et al.,)

20 Defendants,)

21 -and-)

22 APPLE COMPUTER, INC.,)

23 Nominal Defendant.)

STIPULATION AND [PROPOSED] ORDER (1) CONSOLIDATING CASES, (2) SETTING SCHEDULE FOR CONSOLIDATED COMPLAINT, AND (3) CONTINUING INITIAL CASE MANAGEMENT CONFERENCE

24 [Caption continued on following page]

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1 MICHAEL PRIEBE and CYNTHIA PRIEBE,) No. C-06-04703-JF
2 Plaintiff,)
3 vs.)
4 STEVEN P. JOBS, et al.,)
5 Defendants,)
6 -and-)
7 APPLE COMPUTER, INC.,)
8 Nominal Defendant.)
9 PHYLLIS JONES,)
10 Plaintiff,) No. C-06-05035-JF
11 vs.)
12 FRED D. ANDERSON, et al.,)
13 Defendants,)
14 -and-)
15 APPLE COMPUTER, INC.,)
16 Nominal Defendant.)
17 ISABEL LUI,) No. C-06-05246-JF
18 Plaintiff,)
19 vs.)
20 STEVEN P. JOBS, et al.,)
21 Defendant,)
22 -and-)
23 APPLE COMPUTER, INC.,)
24 Nominal Defendant.)
25)
26)
27)
28)

1 ERICK GULSRUD, Derivatively on Behalf of) No. C-06-05427-RS
2 Nominal Defendant APPLE COMPUTER,)
INC.,)
3 Plaintiff,)
4 vs.)
5 FRED D. ANDERSON, et al.,)
6 -and-)
7 APPLE COMPUTER, INC.,)
8 Nominal Defendant.)
9 _____)
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1 WHEREAS, there are currently at least eleven shareholder derivative actions on behalf of
 2 nominal defendant Apple Computer, Inc., (“Apple”) pending in the Northern District of
 3 California.

Abbreviated Case Name	Case Number	Date Filed
<i>Karant v. Jobs, et al.</i>	C-06-04128-JF	06/30/06
<i>Holbert v. Anderson, et al.</i>	C-06-04454-JF	07/20/06
<i>Pirelli Armstrong Tire Corporation Retiree Medical Benefits Trust v. Anderson, et al.</i>	C-06-04493-JF	07/24/06
<i>Alecci v. Anderson, et al.</i>	C-06-04659-JF	07/31/06
<i>Priebe v. Jobs, et al.,</i>	C-06-04703-JF	08/02/06
<i>Jones v. Anderson, et al.</i>	C-06-05035-JF	08/22/06
<i>Lui v. Jobs, et al.</i>	C-06-05246-JF	08/25/06
<i>Bergman v. Anderson, et al.,</i>	C-06-05374-JF	08/31/06
<i>Ronconi v. Jobs, et al.,</i>	C-06-05389-JF	08/31/06
<i>Gottlieb v. Jobs, et al.,</i>	C-06-05418-RMW	09/01/06
<i>Gulsrud v. Anderson, et al.,</i>	C-06-05427-RS	09/01/06

15 WHEREAS, the Court has previously determined that all of the Apple derivative actions
 16 identified above, with the exception of the *Gottlieb* and *Gulsrud* actions more recently filed, are
 17 related pursuant to Local Rule 3-12(a) and all have been assigned to Judge Fogel; and

18 WHEREAS, the Apple shareholder derivative actions identified above all arise out of the
 19 same transactions and occurrences and involve the same or substantially similar issues of law and
 20 facts, and, therefore, should be consolidated for all purposes under Fed. R. Civ. P. 42(a);

21 WHEREAS, counsel for plaintiffs, nominal defendant Apple, and certain individual
 22 defendants have met and conferred and have agreed to a schedule for filing a consolidated
 23 complaint and for briefing any motion directed at the consolidated complaint;

24 WHEREAS, several plaintiffs have filed motions to be appointed lead plaintiff and the
 25 motions are scheduled for hearing on October 20, 2006;

1 WHEREAS, the parties have met and conferred and believe the interest of judicial
 2 economy will be served by continuing the initial case management conference to December 8,
 3 2006 at 10:30 a.m., or as soon thereafter as the Court's calendar permits; and

4 WHEREAS, the agreed-upon schedule is not for the purpose of delay, promotes judicial
 5 efficiency, and will not cause prejudice to any party.

6 THEREFORE, IT IS STIPULATED AND AGREED by plaintiffs and the identified
 7 defendants, through their respective counsel of record, as follows:

8 **I. CONSOLIDATION OF ACTIONS**

9 1. The following actions are hereby consolidated for all purposes, including pretrial
 10 proceedings, trial and appeal;

Abbreviated Case Name	Case Number	Date Filed
<i>Karant, et al. v. Jobs, et al.</i>	C-06-04128-JF	06/30/06
<i>Holbert v. Anderson, et al.</i>	C-06-04454-JF	07/20/06
<i>Pirelli Armstrong Tire Corporation Retiree Medical Benefits Trust v. Anderson, et al.</i>	C-06-04493-JF	07/24/06
<i>Alecci v. Anderson, et al.</i>	C-06-04659-JF	07/31/06
<i>Priebe v. Jobs, et al.,</i>	C-06-04703-JF	08/02/06
<i>Jones v. Anderson, et al.</i>	C-06-05035-JF	08/22/06
<i>Lui v. Jobs, et al.</i>	C-06-05246-JF	08/25/06
<i>Bergman v. Anderson, et al.,</i>	C-06-05374-JF	08/31/06
<i>Ronconi v. Jobs, et al.,</i>	C-06-05389-JF	08/31/06
<i>Gottlieb v. Jobs, et al.,</i>	C-06-05418-RMW	09/01/06
<i>Gulsrud v. Anderson, et al.,</i>	C-06-05427-RS	09/01/06

22 2. The caption of these consolidated actions shall be "In re Apple Computer, Inc.
 23 Derivative Litigation" and the files of these consolidated actions shall be maintained in one
 24 file under Master File No. C-06-04128-JF. Any other actions now pending or later filed in
 25 this Court which arise out of or are related to the same facts as alleged in the above-identified
 26 cases shall be consolidated for all purposes, if and when they are brought to the Court's
 27 attention.

3. Every pleading filed in the consolidated actions, or in any separate action included herein, shall bear the following caption:

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN JOSE DIVISION

In re APPLE COMPUTER, INC.,) Master File No. C-06-04128-JF
DERIVATIVE LITIGATION)

This Document Relates To:)
)
)
)
)

4. When a pleading is intended to be applicable to all actions governed by this Order, the words “All Actions” shall appear immediately after the words “This Document Relates To:” in the caption set out above. When a pleading is intended to be applicable to only some, but not all, of the consolidated actions, this Court’s docket number for each individual action to which the pleading is intended to be applicable and the abbreviated case name of said action shall appear immediately after the words “The Document Relates To:” in the caption described above (e.g. “No. C-06-04128 JF, *Karant, et al., v. Jobs, et al.*”).

5. A Master Docket and a Master File hereby are established for the above-consolidated proceedings and for all other related cases filed in or transferred to this Court. Separate dockets shall continue to be maintained for each of the individual actions hereby consolidated, and entries shall be made in the docket for each individual case in accordance with the regular procedures of the clerk of this Court, except as modified by this Order.

6. When a pleading is filed and the caption shows that it is applicable to "All Actions," the clerk shall file such pleading in the Master File and note such filing on the Master Docket. No further copies need be filed, and no other docket entries need be made.



1 7. When a pleading is filed and the caption shows that it is to be applicable to fewer
2 than all of the consolidated actions, the clerk will file such pleading in the Master File only but
3 shall docket such filing on the Master Docket of each applicable action.

4 8. When a case which properly belongs as part of *In re Apple Computer, Inc.,*
5 *Derivative Litigation* is filed in this Court or transferred to this Court from another court and
6 assigned to Judge Fogel, the clerk of this Court shall:

7 (a) Place a copy of this Order in the separate file for such action;
8 (b) Mail to the attorneys for the plaintiff(s) in the newly filed or transferred case a
9 copy of this Order and direct that this Order be served upon or mailed to any new defendant(s) or
10 their counsel in the newly filed or transferred case; and
11 (c) Make an appropriate entry on the Master Docket. This Court requests the
12 assistance of counsel in calling to the attention of the clerk of this Court the filing or transfer of
13 any case which properly might be consolidated as part of *In re Apple Computer, Inc., Derivative*
14 *Litigation*.

15 **II. SCHEDULE**

16 9. The case management conference is continued until December 8, 2006 at 10:30
17 a.m.

18 10. The case management statement shall be due on December 1, 2006.

19 11. Plaintiffs shall, no later than 45 days from the entry of an Order appointing lead
20 plaintiff and lead counsel, file and serve a consolidated complaint which will supersede all
21 existing complaints filed in these actions. Defendants need not respond to any of the pre-existing
22 complaints. Service shall be effected with respect to any named defendant who has already been
23 served with any of the pre-existing complaints in any of the consolidated actions by serving the
24 consolidated complaint on that defendant's counsel.

25 12. Each defendant who has been served shall answer or otherwise respond to the
26 consolidated complaint no later than 45 days from the date of service. In the event that
27 defendants file and serve any motions directed at the consolidated complaint, plaintiffs shall file

1 and serve their opposition within 30 days after the service of defendants' motions. If defendants
2 file and serve a reply to plaintiffs' opposition, they will do so within 15 days after service of the
3 opposition.

4 13. Defendants' counsel may rely upon all agreements made with any Lead Counsel
5 appointed by the Court, and such agreements shall be binding on all derivative plaintiffs.
6 Defendants may satisfy their service obligations by serving the Lead Counsel.

7 IT IS SO STIPULATED.

8 || Dated: October 11, 2006

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I, Mark C. Molumphy, am the ECF user whose ID and password is being used to file this
STIPULATION AND [PROPOSED] ORDER. In compliance with General Order 45, X, B., I
hereby attest that Sean Handler has concurred with this filing.

Dated: October 11, 2006

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Benefits Trust, and Jeffrey Alecci

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STIPULATION AND [PROPOSED] ORDER. In compliance with General Order 45, X, B., I
hereby attest that Travis Downs has concurred with this filing.

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23 I, Mark C. Molumphy, am the ECF user whose ID and password is being used to file this
24 STIPULATION AND [PROPOSED] ORDER. In compliance with General Order 45, X, B., I
25 hereby attest that Peter A. Binkow has concurred with this filing.

26 Dated: October 11, 2006

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15 STIPULATION AND [PROPOSED] ORDER. In compliance with General Order 45, X, B., I
16 hereby attest that Juli E. Farris has concurred with this filing.

17 Dated: October 11, 2006

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7 STIPULATION AND [PROPOSED] ORDER. In compliance with General Order 45, X, B., I
hereby attest that Arthur R. Shingler has concurred with this filing.

8 Dated: October 11, 2006

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hereby attest that Joy Kruse has concurred with this filing.

Dated: October 11, 2006

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/s/
JEFFREY F. KELLER

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Dated: October 11, 2006

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1 Dated: October 11, 2006

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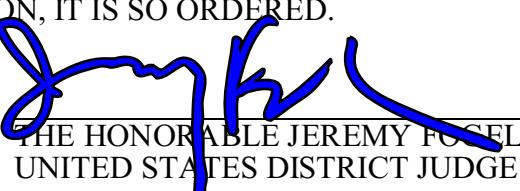
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9 Inc., and Defendants Fred D. Anderson, James J.
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11 I, Mark C. Molumphy, am the ECF user whose ID and password is being used to file this
12 STIPULATION AND [PROPOSED] ORDER CONSOLIDATING CASES FOR ALL
13 PURPOSE. In compliance with General Order 45, X, B., I hereby attest that Dale Edmondson
14 has concurred with this filing.

15
16
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18
19 ORDER

20 PURSUANT TO THE STIPULATION, IT IS SO ORDERED.

21 Dated: __ 10/13/06 _____.
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THE HONORABLE JEREMY FOBEL

UNITED STATES DISTRICT JUDGE